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FILED

TEXAS
SECRETARY OF STATE
SOS

1181072960007

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional)
EDUARDO ESPINOSA (214) 720-4361

B. E-MAIL CONTACT AT FILER (optional)
EDUARDO_ESPINOSA@AKERMAN.COM

C. SEND ACKNOWLEDGMENT TO: (Name and Address)

1329169



Return Acknowledgement to:

Capital Services, Inc.
PO Box 1831
Austin, TX 78767
800.345.4647.

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S NAME: Provide only one Debtor name (1a or 1b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 1b, leave all of item 1 blank, check here and provide the individual Debtor information in Item 10 of the Financing Statement Addendum (Form UCC1Ad)

1a. ORGANIZATION'S NAME **AMERICAN METALS RECOVERY AND RECYCLING INC**

OR

1b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
1c. MAILING ADDRESS 4301 WESTBANK DRIVE, SUITE 110B	CITY AUSTIN	STATE TX	POSTAL CODE 78746	COUNTRY USA

2. DEBTOR'S NAME: Provide only one Debtor name (2a or 2b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name); if any part of the individual Debtor's name will not fit in line 2b, leave all of item 2 blank, check here and provide the individual Debtor information in Item 10 of the Financing Statement Addendum (Form UCC1Ad)

2a. ORGANIZATION'S NAME **AMERICAN METALS RECOVERY AND RECYCLING INC**

OR

2b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
2c. MAILING ADDRESS 4306 WESTBANK DR. B-110	CITY AUSTIN	STATE TX	POSTAL CODE 78746	COUNTRY USA

3. SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNOR SECURED PARTY): Provide only one Secured Party name (3a or 3b)

3a. ORGANIZATION'S NAME **CNET ATC LLC**

OR

3b. INDIVIDUAL'S SURNAME	FIRST PERSONAL NAME	ADDITIONAL NAME(S)/INITIAL(S)		SUFFIX
3c. MAILING ADDRESS 2801 NETWORK BLVD SUITE 300	CITY FRISCO	STATE TX	POSTAL CODE 75034	COUNTRY USA

4. COLLATERAL: This financing statement covers the following collateral:

ALL OF DEBTOR'S RIGHT, TITLE AND INTEREST IN AND TO ALL OF DEBTOR'S PROPERTIES, ASSETS, AND RIGHTS, WHEREVER LOCATED, WHETHER DEBTOR NOW HAS OR HEREAFTER ACQUIRES AN OWNERSHIP OR OTHER INTEREST OR POWER TO TRANSFER, AND ALL PROCEEDS AND PRODUCTS THEREOF, AND ALL BOOKS AND RECORDS RELATING THERETO; INCLUDING WITHOUT LIMITATION THE ITEMS LISTED ON EXHIBIT A, ATTACHED HERETO:

Trustee's
Ex. C

5. Check only if applicable and check only one box: Collateral is held in a Trust (see UCC1Ad, item 17, and instructions) being administered by a Decedent's Personal Representative

6a. Check only if applicable and check only one box:
 Public-Finance Transaction Manufactured-Home Transaction A Debtor is a Transmitting Utility Check only if applicable and check only one box:
 Agricultural Lien Non-UCC Filing

6b. Check only if applicable and check only one box:
 Lessee/Lessor Consignee/Consignor Seller/Buyer Bailee/Balior Licensee/Licensor

7. ALTERNATIVE DESIGNATION (if applicable): Lessee/Lessor Consignee/Consignor Seller/Buyer Bailee/Balior Licensee/Licensor

8. OPTIONAL FILER/REFERENCE DATA:

093437-0397989 - TX - STATE

EXHIBIT A

The Collateral shall consist of (as indicated):

- ✓ *Accounts, etc.* All present and future accounts and other rights of Debtor to the payment of money no matter how evidenced, all chattel paper, instruments and other writings evidencing any such right, and all goods repossessed or returned in connection therewith.
- ✓ *Inventory.* All inventory of Debtor, now owned or hereafter acquired, and all raw materials, work in process, materials used or consumed in Debtor's business and finished goods, together with all additions and accessions thereto and replacements thereof, and products thereof.
- ✓ *Equipment.* All equipment of Debtor, now owned or hereafter acquired, including, without limitation, all machinery tools, dies, blueprints, catalogues, computer hardware and software, furniture, furnishings and fixtures.
- ✓ *Documents and instruments.* All documents and instruments of Debtor, now owned or hereafter acquired.
- ✓ *General Intangibles, etc.* All now existing or hereafter acquired general intangibles of every nature, all permits, regulatory approvals, copyrights, patents, trademarks, service marks, trade names, mask works, good will, licenses, and all other intellectual property owned by Debtor or used in Debtor's business.
- ✓ *Securities.* Except for securities or shares where Debtor is the issuer, all securities, now owned or hereafter acquired, and all new and substituted and additional documents, instruments and general intangibles issued with respect thereto (collectively and severally the "Pledged Shares") and all now existing and hereafter arising rights to the holder of the Pledged Shares, including without limitation, all voting and rights to and interest in all cash and noncash dividends and all other property now or hereafter distributable on account of or receivable with respect to any of the foregoing.
- ✓ *Deposit Accounts.* All deposit accounts, now existing or hereafter arising, maintained in Debtor's name with any financial institution and any and all funds at any time therein.
- ✓ *Investment Management Account.* All assets held in Debtor's investment management accounts, including, without limitation, all of the marketable investment securities therein, together with all dividends, distributions and bonuses paid thereon.
- ✓ *Property in Secured Party's Possession.* All other property of Debtor now or hereafter in the possession, custody or control of Secured Party, including without limitation, all deposit accounts of Debtor maintained with Secured Party, and all property of Debtor in which Secured Party now has or hereafter acquires an interest.
- ✓ *Books and Records.* All now existing and hereafter acquired books and records relating to the foregoing Collateral and all equipment containing such books and records (includes, without limitation, computer data and storage media).
- ✓ *Proceeds.* All proceeds of the foregoing collateral. The term "proceeds," includes whatever is receivable or received when Collateral or proceeds is sold, collected, exchanged, or otherwise disposed of, whether such disposition is voluntary or involuntary, and includes, without limitation, all right set payment, including return premiums, with respect to any insurance relating thereto.